

Attorney or Professional Name, Address, Telephone and FAX Timothy Skillman CR3 Partners, LLP 6171 West Century Boulevard, Suite 350 Los Angeles, CA 90045 T: 800-728-7276 Restructuring and Financial Advisors for Michael McConnell, Chapter 11 Trustee		
<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</b>		
In re:  HVI CAT CANYON, INC.,  Debtor	Chapter 11 Case Number 9:19-bk-11573-MB	
	<b>Professional Fee Statement</b>  Number: <u>6</u> Month of: <u>April, 2020</u>	

1. Name of Professional:	CR3 Partners, LLP
2. Date of entry of order approving employment of the professional:	December 9, 2019 (doc no. 606)
3. Total amount of pre-petition payments received by the professional:	\$0.00
4. Less: Total amount of pre-petition services rendered and expenses:	-0.00
5. Balance of funds remaining on date of filing of petition:	\$ See Attachment at Paragraphs Nos. 3 and 4
6. Less: Total amount of all services rendered per prior fee statements: (Line 6 is not used when filing Statement Number 1).	\$ See Attachment at Paragraph 6
7. Less: Total amount of services and expenses this reporting period:	- See Attachment at Paragraph No. 7
8. Balance of funds remaining for next reporting period:	\$ See Attachment at Paragraphs Nos. 3 and 4

DETAILED DOCUMENTATION SUPPORTING THE PROFESSIONAL FEES EARNED AND THE EXPENSES INCURRED DURING THIS REPORTING PERIOD HAS BEEN SERVED ON THE UNITED STATES TRUSTEE. A COPY OF THE DETAILED DOCUMENTATION WILL BE PROVIDED BY THE PROFESSIONAL TO ANY PARTY UPON REQUEST. FEES AND COSTS WILL BE WITHDRAWN FROM THE TRUST ACCOUNT IN THE AMOUNT STATED IN ITEM 7 ABOVE UNLESS AN OBJECTION IS FILED WITH THE CLERK OF THE COURT AND SERVED ON THE PROFESSIONAL NAMED ABOVE WITHIN 10 DAYS FROM THE DATE OF SERVICE OF THIS STATEMENT

9. Total number of pages attached hereto:	29
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The above is a true and correct statement of fees earned and expenses incurred during the indicated reporting period.

Dated: May\_\_\_\_, 2020

Timothy Skillman  
Type Name of Professional

*Tim Skillman*  
Signature of Professional

Type Name of Attorney for Professional (if applicable)

Signature of Attorney for Professional (if applicable)

ATTACHMENT TO PROFESSIONAL FEE STATEMENT NO. 6  
CR3 Partners, LLP (“CR3” or “applicant”)

1. Michael A. McConnell was appointed as Chapter 11 Trustee for HVI Cat Canyon, Inc. (the “debtor”) on or about October 21, 2019.

2. On or about November 14, 2019, the Trustee filed the *Notice Of Application And Application To 1) Employ CR3 Partners, LLP As Restructuring/Financial Advisor And 2) Approve Engagement Agreement* (the “Application” docket no. 510), which was approved by the Court’s order entered on or about December 9, 2019 (docket no. 606).

3. Pursuant to the budget filed on or about November 7, 2019 (the “Budget,” docket no. 474), which the Court approved by order entered on or about November 27, 2019 (docket no. 572), UBS, LLC (“UBS”) loaned money to the Trustee for operations including a carve-out weekly reserve for the Trustee and his professionals, and for professionals retained by the Official Committee of Unsecured Creditors (the “Committee”). Subsequent budgets similarly have included weekly reserves for those professionals. These funds are being deposited weekly into segregated accounts for the Trustee’s professionals and for the Committee’s professionals.

4. On or about November 14, 2019, the Trustee filed a *Motion Of Chapter 11 Trustee For Order (1) Establishing Procedures For The Payment Of Interim Compensation And Reimbursement Of Expenses (11 U.S.C. §§ 105(a) and 331), And Authorizing Payment On A Monthly Basis (11 U.S.C. § 328)* (the “Fee Procedures Motion,” docket no. 511). The Fee Procedure Motion proposed to make monthly payments in this case to the extent of funds carved-out by the lender and designated for that purpose, or free and clear funds, if any. Subject to resolution of any timely objection to the Professional Fee Statement, the Trustee may pay the professional the lesser of (a) 80% of the fees and expenses requested in the monthly statement, and (b) the aggregate amount of fees and expenses requested in the monthly statement as to which no timely objection was made. The Fee Procedure Motion was approved by the Court’s order entered on or about December 10, 2019 (docket no. 610).

5. Professional Statement No. 6: This is the Sixth Professional Fee Statement by CR3.

a. On or about December 6, 2019, applicant filed and served its First Professional Fee Statement for payment of fees and reimbursement of expenses incurred for the period of October 21, 2019, through November 30, 2019, in the amounts of \$375,177, and \$14,424, respectively, for a total of \$389,601 (“First Fee Statement,” docket no. 600). Pursuant to the order on the Fee Procedures Motion and the Budget, applicant’s First Fee Statement requested payment of \$311,681, which sum has been paid.

b. On or about January 10, 2020, applicant filed and served its Second Professional Fee Statement for payment of fees and reimbursement of expenses incurred for the period of December 1, 2019 through December 31, 2019 in the amounts of \$171,268.13 and \$6,700.95 respectively, for a total of \$177,969.08 (“Second Fee Statement,” docket no. 696). Pursuant to the order on the Fee Procedures Motion and the

Budget, applicant's Second Fee Statement requested payment of \$142,375.26, which sum has been paid.

c. On or about February 7, 2020, applicant filed and served its Third Professional Fee Statement for payment of fees and reimbursement of expenses incurred for the period of January 1, 2020 to January 31, 202 in the amounts of \$231,192.19 and \$21,212.91 respectively, for a total of \$252,405.10 ("Third Fee Statement," docket no. 781). Pursuant to the order on the Fee Procedures Motion and the Budget, applicant's Second Fee Statement requested payment of \$201,924.08, which sum has been paid.

d. On or about March 9, 2020, applicant filed and served its Fourth Professional Fee Statement for payment of fees and reimbursement of expenses incurred for the period of February 1, 2020 to February 29, 2020 in the amounts of \$274,743.75 and \$21,058.36 respectively, for a total of \$295,802.11 ("Fourth Fee Statement," docket no. 852). Pursuant to the order on the Fee Procedures Motion and the Budget, applicant's Fourth Fee Statement requested payment of \$236,641.69, which sum has been paid.

e. On or about April 10, 2020, applicant filed and served its Fifth Professional Fee Statement for payment of fees and reimbursement of expenses incurred for the period of March 1, 2020 to March 31, 2020 in the amounts of \$300,003.75 and \$16,602.29 respectively, for a total of \$346,606.04 ("Fifth Fee Statement," docket no. 924). Pursuant to the order on the Fee Procedures Motion and the Budget, applicant's Fifth Fee Statement requested payment of \$277,284.83, which sum has been paid.

6. Fee Applications: The Court held a hearing on interim fee applications on January 30, 2020, at 10:00 a.m. CR3 filed its first interim fee application on January 9, 2020 (doc no. 694) for the period from October 21, 2019 to December 31, 2019, requesting allowance of fees in the sum of \$546,444.38 and reimbursement of costs in the sum of \$21,125.12. Pursuant to an order entered on January 31, 2020, the Court awarded CR3 its requested fees and costs in full. Applicant has been paid the net sums in full.

7. Request for Payment of Professional Fees: During the period from April 1, 2020 to April 30, 2020, (the "Subject Period"), CR3 has incurred fees and costs of \$310,348.75, and \$7,061.48, respectively, for a total of \$317,410.23.

8. Per the Seventh Amendment to the Credit Agreement, the Trustee's professionals for services rendered and costs advanced during the month of April may share pro rata in \$120,000. Below is the chart with the calculations:

<u>PROFESSIONAL</u>	<u>FEES INCURRED</u>	<u>COSTS INCURRED</u>	<u>PRO RATA PAYMENT OF \$120,000.00</u>
Trustee	\$81,650.00	\$105.49	\$13,008.95
CR3	\$310,348.75	\$7,061.48	\$50,506.40

Danning Gill	\$295,011.50	\$5,022.27	\$47,741.48
Bright & Brown	\$1,115.00	\$-0-	\$177.42
BFAS	\$22,664.00	\$679.92	\$3,714.49
Maribel Aguilera	\$28,000.00	\$-0-	\$4,455.37
Reetz Fox	\$2,488.00	\$-0-	\$395.89
Total			\$120,000

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 1901 Avenue of the Stars, Suite 450, Los Angeles, CA 90067-6006.

A true and correct copy of the foregoing document entitled (*specify*): **PROFESSIONAL FEE STATEMENT NO. SIX (CR3 PARTNERS)** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On May 12, 2020, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page.

**2. SERVED BY UNITED STATES MAIL:** On May 12, 2020, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

HVI Cat Canyon, Inc.  
c/o Capitol Corporate Services, Inc.  
36 S. 18th Avenue Suite D  
Brighton, CO 80601-2452 HVI

HVI Cat Canyon, Inc.  
2550 Canet Road  
San Luis Obispo, CA 93405-7836

☒ Service information continued on attached page.

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on May 12, 2020, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

☒ Service information continued on attached page.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

May 12, 2020

Date

Vivian Servin

Printed Name

/s/ Vivian Servin

Signature

ADDITIONAL SERVICE INFORMATION (if needed):

**1. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING ("NEF")**

- **Anthony A Austin** anthony.austin@doj.ca.gov
- **William C Beall** will@beallandburkhardt.com, carissa@beallandburkhardt.com
- **Bradley D Blakeley** blakeley@blakeleylawgroup.com, bradleydblakeley@gmail.com
- **Alicia Clough** aclough@loeb.com, mnielson@loeb.com, ladocket@loeb.com
- **Marc S Cohen** mscohen@loeb.com, kyles@loeb.com
- **Alan D Condren** , berickson@seedmackall.com
- **Alec S DiMario** alec.dimario@mhlpl.com, debra.blondheim@mhlpl.com; Syreeta.shoals@mhlpl.com
- **Karl J Fingerhood** karl.fingerhood@usdoj.gov, efile\_ees.enrd@usdoj.gov
- **H Alexander Fisch** Alex.Fisch@doj.ca.gov
- **Don Fisher** dfisher@ptwww.com, tblack@ptwww.com
- **Brian D Fittipaldi** brian.fittipaldi@usdoj.gov
- **Ellen A Friedman** efriedman@friedmanspring.com, jquiambao@friedmanspring.com
- **Gisele M Goetz** gmgoetz@hbsb.com, ggoetz@collegesoflaw.edu; cecilia@hbsb.com
- **Karen L Grant** kgrant@silcom.com
- **Ira S Greene** Ira.Greene@lockelord.com
- **Matthew C. Heyn** Matthew.Heyn@doj.ca.gov, mcheyn@outlook.com
- **Brian L Holman** b.holman@mpglaw.com
- **Brian L Holman** b.holman@musickpeeler.com
- **Tracy K Hunckler** thunckler@daycartermurphy.com, cgori@daycartermurphy.com; rmahoney@daycartermurphy.com
- **Eric P Israel** eisrael@DanningGill.com, danninggill@gmail.com; eisrael@ecf.inforuptcy.com
- **Razmig Izakelian** razmigizakelian@quinnemanuel.com
- **Evan M. Jones** ejones@omm.com, ejones@omm.com
- **Alan H Katz** akatz@lockelord.com
- **John C Keith** john.keith@doj.ca.gov
- **Jeannie Kim** jekim@sheppardmullin.com, lsemeraro@sheppardmullin.com

- **Mitchell J Langberg** mlangberg@bhfs.com, dcrudup@bhfs.com
- **Maxim B Litvak** mlitvak@pszjlaw.com
- **Vincent T Martinez** llimone@twitchellandrice.com, smccomish@twitchellandrice.com
- **Michael Authur McConnell (TR)** Michael.mcconnell@kellyhart.com
- **Brian M Metcalf** bmetcalf@omm.com, brian-metcalf-9774@ecf.pacerpro.com
- **Jerry Namba** nambaepiq@earthlink.net,  
G23453@notify.cincompass.com;annie\_cunningham@ymail.com
- **David L Osias** dosias@allenmatkins.com,  
bcrfilings@allenmatkins.com,kdemorest@allenmatkins.com,csandoval@allenmatkins.com
- **Darren L Patrick** dpatrick@omm.com, darren-patrick-  
1373@ecf.pacerpro.com;sindelicato@omm.com;ejones@omm.com
- **Jeffrey N Pomerantz** jpomerantz@pszjlaw.com
- **Benjamin P Pugh** bpugh@ecg.law, mhamburger@ecg.law;calendar@ecg.law
- **Edward S Renwick** erenwick@hanmor.com, iaguilar@hanmor.com
- **J. Alexandra Rhim** arhim@hrhlaw.com
- **Todd C. Ringstad** becky@ringstadlaw.com, arlene@ringstadlaw.com
- **Mitchell E Rishe** mitchell.rishe@doj.ca.gov
- **George E Schulman** GSchulman@DanningGill.Com,  
danninggill@gmail.com;gschulman@ecf.inforuptcy.com
- **Zev Shechtman** zshechtman@DanningGill.com,  
danninggill@gmail.com;zshechtman@ecf.inforuptcy.com
- **Sonia Singh** ssingh@DanningGill.com, danninggill@gmail.com,ssingh@ecf.inforuptcy.com
- **Daniel A Solitro** dsolitro@lockelord.com, ataylor2@lockelord.com
- **Ross Spence** ross@snowspencelaw.com,  
janissherrill@snowspencelaw.com;donnasutton@snowspencelaw.com;brittanyDecoteau@snowspe  
ncelaw.com
- **Christopher D Sullivan** csullivan@diamondmccarthy.com,  
mdomer@diamondmccarthy.com;kmartinez@diamondmccarthy.com;quentin.roberts@diamondmc  
carthy.com;erika.shannon@diamondmccarthy.com;aiemee.low@diamondmccarthy.com
- **Jennifer Taylor** jtaylor@omm.com
- **John N Tedford** jtedford@DanningGill.com,  
danninggill@gmail.com;jtedford@ecf.inforuptcy.com
- **Salina R Thomas** bankruptcy@co.kern.ca.us



- **Meagan S Tom** meagan.tom@lockelord.com,  
autodocket@lockelord.com;taylor.warren@lockelord.com;autodocketdev@lockelord.com
- **Patricia B Tomasco** pattytomasco@quinnemanuel.com,  
barbarahowell@quinnemanuel.com;cristinagreen@quinnemanuel.com
- **Fred Whitaker** lshertzer@cwlawyers.com, spattas@cwlawyers.com
- **William E. Winfield** wwinfield@calattys.com, scuevas@calattys.com
- **Richard Lee Wynne** richard.wynne@hoganlovells.com,  
tracy.southwell@hoganlovells.com;cindy.mitchell@hoganlovells.com
- **Emily Young** pacerteam@gardencitygroup.com,  
rjacobs@ecf.epiqsystems.com;ECFInbox@epiqsystems.com
- **Aaron E de Leest** adeleest@DanningGill.com,  
danninggill@gmail.com;adeleest@ecf.inruptcy.com

## **2. SERVED BY U.S. MAIL**

Office of the U.S. Trustee  
1415 State Street, Suite 148  
Santa Barbara, CA 93101

## **REQUESTS FOR SPECIAL NOTICE**

### Attorneys for Buganko

Philip W. Ganong  
Ganong Law  
930 Truxtun Avenue, Suite 102  
Bakersfield, CA 93301

Frank and Sylvia Boisseranc  
300 W. Paseo de Cristobal  
San Clemente, CA 92672

Rob Thomson  
1920 Wilbur Avenue  
San Diego, CA 92109

Jane A. Adams and John S. Adams,  
Trustees  
PO Box 264  
Yorba Linda, CA 92885

Attorneys for PG&E  
Friedman & Springwater LLP  
350 Sansome Street, Suite 800  
San Francisco, CA 94104  
Attn: Ellen A. Friedman  
Ruth Stoner Muzzin

Attorneys for Robert Kestner  
William Winfield  
Nelson Comis Kettle & Kinney LLP  
300 E. Esplanade Drive, Ste 1170  
Oxnard, California 93036-0238  
**(SERVED VIA NEF)**

Attorneys for Jane Connolly  
William Winfield  
Nelson Comis Kettle & Kinney LLP  
300 E. Esplanade Drive, Ste 1170 Oxnard,  
California 93036-0238  
**(SERVED VIA NEF)**

Attorneys for Virginia Tracy fka Virginia  
Kestner Griswold  
William Winfield  
Nelson Comis Kettle & Kinney LLP  
300 E. Esplanade Drive, Ste 1170 Oxnard,  
California 93036-0238  
**(SERVED VIA NEF)**

Attorneys for Eller Family Trust  
Cummins & White, LLP  
Attn: Fred M. Whitaker, P.C.  
Ashley Bolduc  
2424 S.E. Bristol Street, Suite 300  
Newport Beach, CA 92660  
**(SERVED VIA NEF)**

## **3. SERVED VIA EMAIL:**

Eric Vanhorn – ericvanhorn@spencerfane.com